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LOUIS G. RECHER  
Assistant General Counsel

May 26, 1994

0100249038

Sidney L. Strickland, Jr., Secretary  
Interstate Commerce Commission  
12th Street and Constitution Avenue, N.W.  
Washington, D.C. 20423

RECORDATION NO. 10300-A FILED 1426

JUN 1 1994 4:10 PM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

On behalf of CSX Transportation, Inc. ("CSXT"), enclosed for filing and recordation under 49 U.S.C. § 11303(a) and the regulations promulgated thereunder are four (4) counterparts of a Release and Satisfaction and Bill of Sale, dated as of May 11, 1994, executed by First Union National Bank of Georgia, as Agent, assignee of a certain Conditional Sale Agreement, dated as of April 12, 1979, between General Motors Corporation (Electro-Motive Division) and the Atlanta and West Point Railroad Company, predecessor to CSXT. The Conditional Sale Agreement was filed with the Interstate Commerce Commission on April 18, 1979 and assigned Recordation No. 10300.<sup>K</sup>

The names and addresses of the parties are as follows:

Agent: First Union National Bank of Georgia  
699 Broad Street  
Augusta, Georgia 30913

CSXT: CSX Transportation, Inc.  
500 Water Street  
Jacksonville, Florida 32202

Enclosed is a check in the amount of \$18.00 in payment of the filing fee.

Once this filing has been made, please return to the undersigned time-stamped copies of the Agreement not needed for your files, together with a time-stamped copy of this letter of transmittal (which is attached for your convenience), the fee receipt and a copy of the letter from the Interstate Commerce Commission acknowledging the filing.

Thanking you in advance for your assistance, I am

Very truly yours,

*Louis G. Recher*

LGR/dlf

Copy - John C. Eccleston

OFFICE OF THE  
SECRETARY  
JUN 1 4 01 PM '94  
DEPOSING BRANCH

RECORDATION NO. 10300-A FILED 1425  
JUN 1 1994 - 4 10 PM  
INTERSTATE COMMERCE COMMISSION  
ATLANTA AND W  
AG

Counterpart No. 4  
Of 4 Counterparts

RELEASE AND SATISFACTION AND BILL OF SALE  
ATLANTA AND WEST POINT RAILROAD COMPANY CONDITIONAL SALE

AGREEMENT DATED AS OF APRIL 12, 1979

**KNOW ALL MEN BY THESE PRESENTS** that the Georgia Railroad Bank & Trust Company, as Agent, assignee of a certain Conditional Sale Agreement dated as of April 12, 1979, between General Motors Corporation (Electro-Motive Division) and the Atlanta and West Point Railroad Company, hereby certifies that all of the \$1,068,887.83 Conditional Sale Indebtedness, with interest thereon at the prime lending rate of the Bank plus one percent (1%) per annum, has been fully paid or payment provided for, and all of the obligations under said Conditional Sale Agreement have been fully complied with and performed.

**WHEREFORE**, in consideration of One Dollar (\$1.00) and other valuable consideration:

First Union National Bank of Georgia (Successor by merger to Georgia Railroad Bank & Trust Company), does hereby declare said Conditional Sale Agreement dated as of April 12, 1979 to be satisfied and canceled and does consent that the same be discharged of record, and further First Union National Bank of Georgia (Successor by merger to Georgia Railroad Bank & Trust Company) does hereby sell, assign, convey, transfer, set over, release and quitclaim without any warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (Successor by merger to the Atlanta and West Point Railroad Company) all of its right, title and interest in and to all of the railroad equipment of every character included in the said Conditional Sale Agreement and now held by First Union National Bank of Georgia.

IN WITNESS WHEREOF, First Union National Bank of Georgia has caused these presents to be executed in its name by one of its Vice President thereunto duly authorized and its corporate seal to be hereunto affixed and attested by its Vice President as of this 11th day of May 1994.

ATTEST:

First Union National Bank of Georgia,  
as Agent

*Sam B. King*

By: H. H. Young  
Vice President

State of Georgia )  
 ) SS:  
County of ~~Fulton~~ )  
 RICHMOND

(2)

On this 11th day of May 1994, before me personally appeared Hampton H. Vining, to me personally known, who, being by me duly sworn, says he is a Vice President of First Union National Bank of Georgia, that the seal affixed to the foregoing instrument is the seal of said corporation, by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Rebecca S. Cochran  
Notary Public

My Commission Expires January 26, 1997

RSBSAWP2

**Interstate Commerce Commission**

**Washington, D.C. 20423**

**June 2, 1994**

**OFFICE OF THE SECRETARY**

**Louis G. Recher  
CSX CORP  
One James Center  
Richmond VA 23219**

**Dear Mr. Recher:**

**The enclosed document(s) was recorded pursuant to the provisions  
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,  
on June 1, 1994 at 4:10PM, and assigned  
recordation number(s). 10300-A, 10301-A**

**Sincerely yours,**

**Secretary  
SIDNEY L. STRICKLAND, JR.**

**Enclosure(s)**